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November 4, 2011

Via ECF

Hon. Stuart M. Bernstein
Chief United States Bankruptcy Judge
United States Bankruptcy Court
Southern District of New York
Alexander Hamilton Custom House
One Bowling Green
New York, New York 10004

Re: ***United Marion LLC and United Walton LLC***
Case No.: 11-11108, 11-11109 (Jointly Administered)(SMB)

Dear Honorable Sir:

As this Court is aware, this firm is counsel to Sovereign Bank ("Sovereign"), the secured lender in the above-referenced matters. Pursuant to the Final Cash Collateral Order, entered on April 28, 2011, Sovereign was appointed as attorney-in-fact to United Marion LLC and United Walton LLC (collectively, the "Debtors") to bring a motion in the name of the Debtors for the sale of the Debtors' premises. On August 15, 2011, an order was entered establishing an auction sale process and establishing bidding procedures in connection thereto. Thereafter, on October 21, 2011, an order was entered authorizing Sovereign, as attorney-in-fact to the Debtors, to execute a Contract of Sale and to amend the bidding procedures in connection therewith. An auction sale for the Debtors' premises is presently scheduled for November 14, 2011.

The purpose of this letter is to advise the Court that Sovereign entered into a Loan Sale Agreement with respect to Debtors' premises, and has sold and assigned its interest to Walton Associates LLC (the "Loan Purchaser").


The Loan Purchaser will retain its own counsel to represent the Loan Purchaser's interests in the above-referenced bankruptcy proceedings, which representation will include seeking court approval for the Loan Purchaser to succeed to Sovereign's rights as attorney-in-fact to the Debtors. It is also our understanding that the Loan Purchaser will seek to proceed with the auction sale currently scheduled for November 14, 2011 so as to maximize recovery on the Debtors' premises. Additionally, the Loan Purchaser will seek to replace Ruskin Moscou Faltischek, P.C. as the escrow agent under the Contract of Sale executed by Sovereign pursuant to the October 21, 2011 order.

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Based upon the forgoing, this firm will file a Notice of Withdrawal of Counsel, inasmuch as Sovereign is no longer an interested party.

If you require anything additional, please feel free to contact the undersigned.

Respectfully,

A handwritten signature in dark ink, appearing to read "Jeffrey A. Wurst", with a long horizontal flourish extending to the right.

Jeffrey A. Wurst
For the Firm

cc: Robert W. Lo Schiavo, Esq. (by email)
Gary Fischhoff, Esq. (by email)